

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

REDBOX AUTOMATED RETAIL, LLC )

Plaintiff, )

vs. )

WARNER HOME VIDEO, )  
a division of WARNER BROS. HOME )  
ENTERTAINMENT, INC., )

Defendant. )

C.A. No. 09-613 (RBK)

**STIPULATION AND [PROPOSED] ORDER**

IT IS HEREBY STIPULATED by and between the parties, subject to the approval of the Court, as follows:

WHEREAS Plaintiff, Redbox Automated Retail, LLC (“Redbox”), filed its complaint (D.I. 1) in this matter on August 18, 2009; and

WHEREAS Defendant Warner Home Video (“Warner”) moved to dismiss Redbox’s Complaint for failure to state a claim (D.I. 13) (“Motion to Dismiss”) on October 1, 2009; and

WHEREAS shortly thereafter the parties agreed that Redbox’s response in opposition to Warner’s Motion to Dismiss would be due on November 20, 2009 (D.I. 17); and

WHEREAS Redbox’s counsel has advised Warner’s counsel that Redbox intends to file, on or before November 30, 2009, an amended complaint pursuant to Fed. R. Civ. P. 15, as a matter of right; and

WHEREAS counsel have agreed to a proposed briefing schedule with regard to the amendment.

THEREFORE, in light of Redbox's representation that it intends to file an amended complaint on or before November 30, 2009, and in accordance with the parties' stipulations and agreements, the Court hereby sets the following schedule:

1. Warner shall move, answer, or otherwise plead in response to such Amended Complaint on or before December 21, 2009;
2. Redbox shall respond to any motion to dismiss Warner may file on or before January 29, 2010; and
3. Warner shall reply to Redbox's response on or before February 12, 2010.

/s/ James S. Green

James S. Green (#0481)  
jgreen@svglaw.com  
SEITZ, VAN OGTRUP & GREEN, P.A.  
222 Delaware Avenue, Suite 1500  
P.O. Box 68  
Wilmington, DE 19899  
Tel: (302) 888-0600

Of Counsel:

Charles S. Bergen  
George R. Dougherty  
Michael S. Gulland  
GRIPPO & ELDEN LLC  
111 South Wacker Drive  
Chicago, IL 60606  
Tel: (312) 704-7700

Frederick W. Stein  
REDBOX AUTOMATED RETAIL, LLC  
One Tower Lane, Suite 1200  
Oakbrook Terrace, IL 60181  
Tel: (630) 756-8255

*Attorneys for Plaintiff*

Dated: November \_\_, 2009

/s/ Frederick L. Cottrell, II

Frederick L. Cottrell, III (#2555)  
cottrell@rlf.com  
Anne Shea Gaza (DE Bar ID #4093)  
gaza@rlf.com  
RICHARDS, LAYTON, & FINGER, P.A.  
One Rodney Square, 920 North King Street  
Wilmington, DE 19801  
Tel: (302) 651-7700

Of Counsel:

Katherine B. Forrest  
CRAVATH, SWAINE & MOORE LLP  
Worldwide Plaza  
825 Eighth Avenue  
New York, NY 10019  
Tel: (212) 474-1000

*Attorneys for Defendants*

IT IS SO ORDERED this \_\_\_\_ day of November, 2009.

---

United States District Judge